

**BYLAWS
FOR THE
HIGHLAND NEIGHBORHOOD ASSOCIATION COMMITTEE**

(adopted 1986)
(amended 3/20/1997)
(amended 5/11/2006)

Article I: Name, Location and Boundaries

Section 1: Name. The name of the organization shall be the "Highland Neighborhood Association Committee" hereinafter referred to as HNAC.

Section 2: Location. The registered office of HNAC shall be located within the boundaries of HNAC as those boundaries are defined herein.

Section 3: Boundaries. The boundaries are those adopted by Council resolution as described and set forth on attachment A (map). The boundaries of the NAC may be changed by a majority vote of the board members. The new boundaries, however, must comply with the above provisions. A map denoting the new boundaries must be filed with the Mayor or designate within 10 days of its adoption to be submitted to the Beaverton City Council for approval.

Article II: Purpose. The primary purpose of HNAC is to educate Highland citizens about issues affecting the livability and quality of Highland through meetings, newsletters and other activities (1) that provide Highland citizens with information concerning formulation and execution of plans by various entities (governmental, social, and private); and (2) that provide a means for input of the needs, desires and ideas of community members to various entities. The educational activities of HNAC will be in regard to the following goals:

- A. To secure adequate housing, community facilities, and other related facilities, services and conditions, economic and otherwise conducive to the general welfare of the community.
- B. To create avenues of communication between the members of HNAC and the public and private entities serving the area.
- C. To bring about maximum exposure of ideas and plans that are formulated for the Highland area, such as development proposals, and to provide opportunities for the members to influence them.
- D. To inform the residents, businesses, and organizations in Highland of the objectives and programs of the association and to encourage participation in HNAC efforts and activities.
- E. To encourage, preserve, and enhance the aesthetic and cultural values and diversity of the neighborhood.
- F. To encourage and assist groups and organizations within Highland that strive to improve the general welfare of the community.

Article III: General Membership

Section 1: Policies. The general policies and philosophy of HNAC shall be determined by the general membership.

Section 2: Members. Any interested person may attend meetings of HNAC. At general and special meetings voting shall be restricted to members.

- A. A member is any resident, property owner, representative of a commercial property owner, a person an organization whose principal place of business is within the boundaries of HNAC who is over the age of eighteen (18) shall be considered a general member.
- B. A high school student government representative who lives within the boundaries of the association and who has been appointed by his/her high school to serve as a board member
- C. Membership or participation shall not be conditioned in any way upon the requirement of the payment of dues or fees.

- D. Membership shall not be limited by race, creed, color, sex, national origin, income, or other status protected by federal, state or local government.
- E. The majority vote shall rule in all ballots unless a greater proportion is required by statute or these bylaws.
- F. No member of the HNAC may make a representation or act on behalf of the HNAC on any matters except as authorized by the HNAC general membership board.

- Section 3: Dues, Funding. Membership or participation shall not be conditioned in any way upon the requirement of the payment of dues or fees. However, the HNAC may accumulate sources of income to carry out its purposes through other means, including voluntary contributions, projects, grants, contracts and subscription to newsletters.
- Section 4: Nondiscrimination. Membership shall not be limited by race, creed, color, sex, national origin, income or other status protected by federal, state or local government.
- Section 5: Quorum. A majority of the board shall constitute a quorum at any HNAC general or special meeting.
- Section 6: General HNAC Meetings. General HNAC meetings are meetings of the members of HNAC and shall be held at least once a year at the same time as the annual meeting. The time and place of other general association meetings shall be set by the board. A general membership meeting shall be held on any matter on which the HNAC acts in an advisory capacity to the City Council or to the Planning Commission or other advisory body to the City Council, including but not limited to action by the HNAC on a pending application to the City for a land use permit or land use decision. Meeting notices, minutes, and voting shall be in accordance with the Oregon Public Meeting and Record Laws.
- Section 7: Annual Meeting. The annual meeting of HNAC shall be held in October unless otherwise determined by the board by two thirds of the votes cast. The annual election of the board, a report by the chairperson on the activities of HNAC for the previous year, and a report by the treasurer on the financial state of HNAC shall occur at this meeting.

Article IV: Board Membership, Officers

Section 1: Duties of Board. The duties of the board shall be:

- A. To transact necessary business in the intervals between general meetings and other business that is referred to it by the organization. The term of a board member shall be one (1) year or until the board member's successor is elected. Any HNAC voting member is eligible to sit on the board or hold office.
- B. To create standing and ad hoc committees as the need arises and approve the plans and work of these committees.
- C. To inform the HNAC membership of the activities of the board by reporting at the general HNAC meetings and through other means as they are available.
- D. The following shall be the order of business except by a vote without debate by the board: (1) attendance and determination of quorum; (2) correction and approval of the minutes of the preceding meeting; (3) unscheduled presentation of outside speakers; (4) presentations by outside speakers; (5) reports of special or subcommittees; (6) unfinished business; (7) new business; (8) announcements, and (9) adjournment.
- E. The board and/or appropriate sub-committee shall address equally, using objective and measurable criteria, each comparable issue brought to its attention by any resident of the HNAC. If more than one comparable issue is considered, reports and findings shall measure each issue using the same criteria, shall be presented in a manner that demonstrates the effect on each individual issue.

Section 2: Powers. The board shall have general direction and control of HNAC.

Section 3: Election of Board Members, Number, and Terms. Board members shall be elected at the annual meeting from nominations from the floor. The number of board members may vary with a maximum of 20. The minimum age for selection to the board shall be 18 years except for one or more high school student government representative who lives within the boundaries of the association and who has been appointed by his/her high school to serve as a board member. The term of office for a board member shall be one year. A board member may be re-elected at the annual meeting in October without limitation on the number of terms he/she may serve.

Section 4: Removal, Vacancies. Any board member may be removed at a meeting where notice has been given via the agenda that the topic will be voted on, by a vote of the majority of the number of the board then on the board. A board member may be removed for missing three consecutive meetings without cause. The board should strive to be equally representative of the geographic area as described in Article I, Section 3. Vacancies on the board and newly created board positions will be filled by a majority vote of the number of board members then on the board. A current list of the number and addresses of all board members shall be kept on file with the Mayor or designate and with the chairperson and recorder of the organization.

- Section 5. Officers.** A. The board shall elect a chairperson, vice-chairperson, recorder, and treasurer. The chairperson, vice-chairperson, recorder, and treasurer shall be elected to serve a one year term. Any officer may be re-elected to the same office for a total of two consecutive terms. Elections shall be held at the first board meeting following the annual meeting of the HNAC
- B. A current list of the names and addressees of all Board members, for the purpose of determining a quorum, shall be kept by the Board's recorder and submitted by the Board Chair for the Mayor's or designee's file.
 - C. The Chair shall conduct all Board meetings, provide an agenda for each meeting based on recommendations from the Board members, shall see that all resolutions of the Board are carried into effect and submitted to the Mayor, or designate within seven (7) days.

- D. The Vice Chair shall perform the Chair's duties whenever the Chair is absent or unable to conduct the meeting.
- E. The Recorder shall have the responsibility for providing written minutes of the proceedings and attendance records of each meeting of the Board according to Oregon Public Meeting and Record Laws when a general membership meeting shall be held on any matter on which the HNAC acts in an advisory capacity to the City Council or to the Planning Commission or other advisory body to the City Council, including but not limited to action by the HNAC on a pending application to the City for a land use permit or land use decision.
- F. The Treasurer shall account for all HNAC funds and shall present quarterly reports to the Board at the regular meetings. The Treasurer shall present additional reports to inform the Board of disbursements authorized under expenditures. The Treasurer and/or the Chair are authorized to sign checks. The HNAC books shall be open for examination by any member of the Board on reasonable notice to the Treasurer. The Treasurer shall submit reports as required by State or local authorities.
- G. A vacancy of any office shall be filled at a regular meeting.

- Section 6. Special and Sub-committees. Special or sub-committees may be formed from time to time as needed to study specific needs. A special or sub-committee may be comprised of a board member, HNAC members, and/or individuals outside of the HNAC. It shall have no authority to act on behalf of the HNAC and must report its findings and operations at a regular or special board meeting. Participation on a special or sub-committee shall be through appointment or nomination. A minimum of three persons shall compose a high priority sub-committee.
- Section 7. Representatives of HNAC. Members of HNAC elected to represent HNAC to other bodies, such as Beaverton's Committee for Citizen Involvement (BCCI), shall report to the board on at least a quarterly basis. The term of all representatives shall be one year.
- Section 8. Amendments to the Bylaws. These bylaws may be amended or repealed, and new bylaws adopted, by the board members by a majority vote of all members. Every amendment of the bylaws, at least one month prior to adoption, shall be reviewed fully and distinctly at an open board meeting. Amendments become effective immediately upon adoption by the Board following review and approval of the City Attorney for conformance to the requirements of City Code.